

**BEFORE THE TENNESSEE REGULATORY AUTHORITY AT
NASHVILLE, TENNESSEE**

October 5, 2001

IN RE:

**APPROVAL OF THE AMENDMENTS TO THE
INTERCONNECTION AGREEMENT
NEGOTIATED BY BELL SOUTH
TELECOMMUNICATIONS, INC. AND
TELEPAK NETWORKS, INC. PURSUANT TO
SECTIONS 251 AND 252 OF THE
TELECOMMUNICATIONS ACT OF 1996**

**DOCKET NO.
01-00620**

ORDER APPROVING AMENDMENTS TO THE INTERCONNECTION AGREEMENT

This matter came before the Tennessee Regulatory Authority (the "Authority") upon the Petition for approval of the Amendments to the Interconnection Agreement (the "Amendments") negotiated by and between BellSouth Telecommunications, Inc. and Telepak Networks, Inc. The Petition for approval of the Amendments came before the Authority pursuant to 47 U.S.C. §§ 251 and 252.

The original Interconnection Agreement was filed with the Authority on May 10, 2001, Docket No. 01-00422. It was approved at a regularly scheduled Authority Conference held on July 10, 2001.

The Amendments were considered at a regularly scheduled Authority Conference held on September 11, 2001, in Nashville, Tennessee before Chairman Sara Kyle, Director H. Lynn Greer, Jr., and Director Melvin J. Malone. The Authority has jurisdiction over public utilities pursuant to Tenn. Code Ann. § 65-4-104 *et seq.* Based upon the Petition, the record in this matter, and the standards for review set forth in 47 U.S.C. §§ 251 and 252, the Directors unanimously approved the Amendments and made the following findings and conclusions:

1) The Amendments are in the public interest as they provide consumers with alternative sources of telecommunications services within BellSouth Telecommunications Inc.'s service area;

2) The Amendments are not discriminatory to telecommunications service providers that are not parties thereto;

3) No party has sought intervention in this docket;

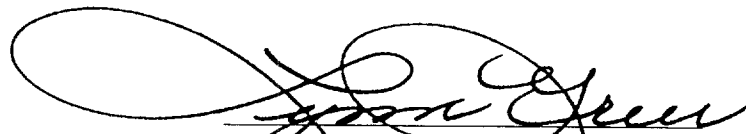
4) Approval of the Amendments is consistent with previous Authority decisions and orders; and

5) The Amendments are reviewable by the Authority pursuant to 47 U.S.C. §§ 251 and 252 and Tenn. Code Ann. § 65-4-104 *et seq.*

IT IS THEREFORE ORDERED THAT:

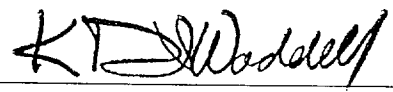
The Amendments to the Interconnection Agreement negotiated between BellSouth Telecommunications, Inc. and Telepak Networks, Inc. are approved and are subject to the review of the Authority as provided herein.


Sara Kyle, Chairman


H. Lynn Greer, Jr., Director


Melvin J. Malone, Director

ATTEST:


K. David Waddell, Executive Secretary